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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: Lookout Foundation, Inc.

A Employer identification number: 22-3745074

Number and street (or P O box number if mail is not delivered to street address): 934 Flagship Dr

Room/suite:

B Telephone number (see instructions):

City or town, state or province, country, and ZIP or foreign postal code: Summerland Key FL 33042

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 14,857,401

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc, received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	879	879		
4	Dividends and interest from securities	198,429	197,464		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	2,264,830			
b	Gross sales price for all assets on line 6a 3,463,913				
7	Capital gain net income (from Part IV, line 2)		2,264,830		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less. Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 1	-26,275	-26,275		
12	**Total.** Add lines 1 through 11	2,437,863	2,436,898	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 2	8,814	8,814		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 3	3,587	3,587		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att. sch) Stmt 4	13	13		
24	**Total operating and administrative expenses.** Add lines 13 through 23	12,414	12,414	0	0
25	Contributions, gifts, grants paid See Statement 5	858,330			858,330
26	**Total expenses and disbursements.** Add lines 24 and 25	870,744	12,414	0	858,330
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	1,567,119			
b	**Net investment income** (if negative, enter -0-)		2,424,484		
c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	404,506	1,437,743	1,428,932
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 6	6,095,484	7,542,491	10,121,697
	c	Investments – corporate bonds (attach schedule) See Stmt 7	1,861,284	2,013,767	2,098,048
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 8	1,188,370	680,202	1,208,724
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ See Statement 9)	4,981	4,981	
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	9,554,625	11,679,184	14,857,401
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	9,554,625	11,679,184	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	9,554,625	11,679,184	
	31	**Total liabilities and net assets/fund balances** (see instructions)	9,554,625	11,679,184	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,554,625
2	Enter amount from Part I, line 27a	2	1,567,119
3	Other increases not included in line 2 (itemize) ▶ See Statement 10	3	571,511
4	Add lines 1, 2, and 3	4	11,693,255
5	Decreases not included in line 2 (itemize) ▶ See Statement 11	5	14,071
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	11,679,184

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Worksheet			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	2,264,830
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8	3	389

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	830,246	9,679,121	0.085777
2015	863,214	10,342,682	0.083461
2014	1,381,979	11,038,823	0.125193
2013	403,552	8,851,952	0.045589
2012	362,159	7,984,780	0.045356

2	**Total** of line 1, column (d)	2	0.385376
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.077075
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	14,175,305
5	Multiply line 4 by line 3	5	1,092,562
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	24,245
7	Add lines 5 and 6	7	1,116,807
8	Enter qualifying distributions from Part XII, line 4	8	858,330

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	48,490
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			2	0
3	Add lines 1 and 2			3	48,490
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	48,490
6	Credits/Payments:				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,626		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	10,626
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	37,864
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶ Refunded ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the Instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G?* If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017? See instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X	

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions N/A	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Niles L. Noblitt Telephone no. ▶ 305-745-1899
934 Flagship Drive
Located at ▶ Summerland Key FL ZIP+4 ▶ 33042

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 12				

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.			
a	Average monthly fair market value of securities		1a	13,678,935
b	Average of monthly cash balances		1b	712,238
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	14,391,173
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	14,391,173
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	215,868
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	14,175,305
6	**Minimum investment return.** Enter 5% of line 5		6	708,765

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	708,765
2a	Tax on investment income for 2017 from Part VI, line 5	2a 48,490		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	48,490
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	660,275
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	660,275
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	660,275

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	858,330
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	858,330
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	858,330

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7					660,275
2 Undistributed income, if any, as of the end of 2017.					
a Enter amount for 2016 only					
b Total for prior years: 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2017:					
a From 2012					
b From 2013					
c From 2014	575,416				
d From 2015	361,152				
e From 2016	361,498				
f **Total** of lines 3a through e		1,298,066			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 858,330					
a Applied to 2016, but not more than line 2a					
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2017 distributable amount					660,275
e Remaining amount distributed out of corpus		198,055			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		1,496,121			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2016 Subtract line 4a from line 2a. Taxable amount – see instructions					
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		1,496,121			
10 Analysis of line 9.					
a Excess from 2013					
b Excess from 2014	575,416				
c Excess from 2015	361,152				
d Excess from 2016	361,498				
e Excess from 2017	198,055				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

N/A

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Statement 13				858,330
Total			▶ 3a	858,330
b *Approved for future payment* N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	879	
4 Dividends and interest from securities			14	198,429	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-26,275	
8 Gain or (loss) from sales of assets other than inventory			14	2,264,830	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		2,437,863	0

13 Total. Add line 12, columns (b), (d), and (e) 13 2,437,863

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
N/A	

DAA

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below? See instructions ☐ Yes ☐ No

Signature of officer or trustee | Date 5/10/2018 | Title Treas. / Dir

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Lee L. Heyde		05/08/18	
Firm's name ▶ Heyde & Associates, PC		PTIN	P00024387
Firm's address ▶ 1822 E Center St Warsaw, IN 46580-3604		Firm's EIN ▶ 35-2018670 Phone no. 574-269-4351	

DAA

Capital Gains and Losses for Tax on Investment Income

Form 990-PF | 2017

For calendar year 2017, or tax year beginning , and ending

Name	Employer Identification Number
Lookout Foundation, Inc.	22-3745074

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr)
(1)	SHORT TERM CAPITAL GAINS-SCHWAB	P	Various	Various
(2)	ISHARES NORTH AMER NATL RES ETF	P	Various	06/30/17
(3)	ASTERIAS BIOTHERAPEU	P	07/24/14	06/09/17
(4)	CDK GLOBAL INC	P	Various	06/09/17
(5)	CELGENE CORP	P	01/31/11	06/09/17
(6)	GE CAPITAL BANK CD	P	04/10/14	04/17/17
(7)	ISHARES COHEN AND STEERSREIT	P	12/30/13	06/30/17
(8)	ISHARES GLOBAL ENERGY	P	02/10/09	06/30/17
(9)	ISHARES GLOBAL MATERIALS	P	02/10/09	06/30/17
(10)	ISHARES NORTH AMER NATL RES ETF	P	Various	06/30/17
(11)	KINDER MORGAN INC	P	03/17/05	06/09/17
(12)	MAGELLAN MIDSTREAM P LP	P	03/28/06	06/09/17
(13)	NUVEEN NEW JERSEY QLTY M	P	Various	06/09/17
(14)	PHILLIPS 66	P	03/17/05	06/09/17
(15)	PIONEER NATURAL RES	P	07/28/05	06/09/17

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	422			422
(2)	481		530	-49
(3)	325		228	97
(4)	101,386		22,573	78,813
(5)	151,465		32,779	118,686
(6)	50,000		50,000	
(7)	53,258		39,494	13,764
(8)	143,779		133,002	10,777
(9)	258,492		166,812	91,680
(10)	38,858		52,208	-13,350
(11)	232,720		105,103	127,617
(12)	1,031,724		261,874	769,850
(13)	45,251		50,403	-5,152
(14)	206,415		64,715	141,700
(15)	252,140		64,680	187,460

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				422
(2)				-49
(3)				97
(4)				78,813
(5)				118,686
(6)				
(7)				13,764
(8)				10,777
(9)				91,680
(10)				-13,350
(11)				127,617
(12)				769,850
(13)				-5,152
(14)				141,700
(15)				187,460

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2017

For calendar year 2017, or tax year beginning , and ending

Name: Lookout Foundation, Inc.

Employer Identification Number: 22-3745074

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
(1)	SMITH & NEPHEW	P	10/09/08	06/09/17
(2)	STRYKER CORP	P	10/08/08	06/09/17
(3)	URBAN EDGE PPTYS	P	Various	06/09/17
(4)	VISA INC	P	12/15/10	06/14/17
(5)	ZIMMER BIOMET HLDGS	P	10/09/08	06/09/17
(6)	SHORT TERM CAPITAL GAINS-MAGELLAN K-	P	Various	Various
(7)	LONG TERM CAPITAL GAINS-MAGELLAN K-1	P	Various	Various
(8)	Capital Gains Distributions			
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	43,496		22,509	20,987
(2)	71,288		27,009	44,279
(3)	30,405		10,022	20,383
(4)	329,602		66,633	262,969
(5)	62,406		28,509	33,897
(6)	16			16
(7)	25			25
(8)	359,959			359,959
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				20,987
(2)				44,279
(3)				20,383
(4)				262,969
(5)				33,897
(6)				16
(7)				25
(8)				359,959
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
K-1 Ordinary Business Inc/Los	$ -26,275	$ -26,275	$
Total	$ -26,275	$ -26,275	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	$ 8,814	$ 8,814	$	$
Total	$ 8,814	$ 8,814	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes Paid	$ 3,587	$ 3,587	$	$
Total	$ 3,587	$ 3,587	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Investment Fees	13	13		
Total	$ 13	$ 13	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
10,000					8/31/17
5,000					9/29/17
6,000					11/24/17
6,500					11/30/17
10,000					9/13/17
1,000					11/27/17
1,000					5/10/17
4,000					11/30/17
1,500					11/16/17
1,000					11/16/17
1,000					5/10/17
1,000					11/24/17
6,000					10/10/17
1,500					10/01/17
8,000					11/27/17
2,000					10/10/17
1,500					11/24/17
6,000					10/10/17
3,000					11/24/17
1,000					9/26/17
2,000					11/24/17
1,500					11/24/17
8,000					11/30/17
2,750					11/16/17
1,000					11/30/17
1,200					11/24/17
1,000					11/30/17
1,000					5/10/17
1,500					11/24/17
3,000					11/30/17
50,000					2/28/17
1,000					5/10/17
1,000					11/03/17
1,000					5/10/17
20,000					11/24/17
10,000					11/16/17
8,000					11/30/17

Statement 5 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants (continued)

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
2,500					4/26/17
7,500					8/24/17
3,000					5/10/17
5,500					11/30/17
500					12/04/17
3,000					11/30/17
2,000					11/16/17
6,000					10/10/17
1,000					11/04/17
18,200					6/29/17
483,080	Marketable Sec	Mkt value			6/12/17
50,000					11/24/17
2,000					5/10/17
17,500					11/24/17
15,000					11/30/17
14,500					11/30/17
2,500					11/27/17
2,750					11/16/17
4,000					1/17/17
5,000					11/27/17
4,000					11/24/17
100					11/24/17
5,000					11/24/17
750					11/24/17
2,000					9/28/17
1,000					11/27/17
3,000					1/13/17
4,000					11/30/17
1,000					11/30/17
1,000					11/03/17

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Charles Schwab Equities Fund	$ 582,922	$	Cost	$
Charles Schwab Stock Fund	5,512,562	7,542,491	Cost	10,121,697
Total	$ 6,095,484	$ 7,542,491		$ 10,121,697

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Charles Schwab Bond Fund	$ 1,861,284	$ 2,013,767	Cost	$ 2,098,048
Total	$ 1,861,284	$ 2,013,767		$ 2,098,048

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Other Assets	$ 1,188,370	$ 680,202	Cost	$ 1,208,724
Total	$ 1,188,370	$ 680,202		$ 1,208,724

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
Organizational Expense	$ 4,981	$ 4,981	$
Total	$ 4,981	$ 4,981	$ 0

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
Magellan Basis Adjustment	$ 176,112
Schwab G/L Correction	64
Stock gifting @ Market Value	395,335
Total	$ 571,511

Statement 11 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Excise Taxes	$ 14,000
Magellan K-1 Non-Deduct Expense	71
Total	$ 14,071

Federal Statements

Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Nancy Z. Noblitt 934 Flagship Drive Summerland Key FL 33042	Pres./Dir.	0.10	0	0	0
Niles L. Noblitt 934 Flagship Drive Summerland Key FL 33042	Treas. / Dir	1.00	0	0	0
Catherine N. Keating 10113 Radford Ave NW Seattle WA 98177	Dir.	0.10	0	0	0
Sarah E. Erlandson 2620 NW 98th St Seattle WA 98117	Dir.	0.10	0	0	0
Joseph F. Noblitt 9455 Lake Washington Blvd NE Bellevue WA 98004	Dir.	0.10	0	0	0

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name Address	Address Relationship	Status	Purpose	Amount
American Red Cross Miami FL 33135	335 SW 27th Ave n/a	PC	Unrestricted Charitable Grant	10,000
American Red Cross Miami FL 33135	335 SW 27th Ave n/a	PC	Unrestricted Charitable Grant	5,000
American Red Cross Miami FL 33135	335 SW 27th Ave n/a	PC	Unrestricted Charitable Grant	6,000
American Red Cross Seattle WA 98144	1900 25th Ave S n/a	PC	Unrestricted Charitable Grant	6,500

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
American Red Cross-FL Keys Miami FL 33135	335 SW 27th Ave n/a	PC	Unrestricted Charitable Grant	10,000
Backpacks for Kids Marathon FL 33050	230 41st St n/a	PC	Unrestricted Charitable Grant	1,000
Ballard Food Bank Seattle WA 98107	5130 Leary Ave NW n/a	PC	Unrestricted Charitable Grant	1,000
Ballard Food Bank Seattle WA 98107	5130 Leary Ave NW n/a	PC	Unrestricted Charitable Grant	4,000
Ballard Food Bank Seattle WA 98107	5130 Leary Ave NW n/a	PC	Unrestricted Charitable Grant	1,500
Ballard Senior Citizen Center Seattle WA 98107	5429 32nd Ave NW n/a	PC	Unrestricted Charitable Grant	1,000
Bellevue Botanical Gardens Bellevue WA 98005	12001 Main St. n/a	PC	Unrestricted Charitable Grant	1,000
Big Pine & Lower Keys Rotary Big Pine Key FL 33043	P.O. Box 431957 n/a	PC	Unrestricted Charitable Grant	1,000
Blood:Water Mission Nashville TN 37206	P.O. Box 60381 n/a	PC	Unrestricted Charitable Grant	6,000
CB Schmitt Charitable Fund Big Pine Key FL 33043	29967 Overseas Hwy n/a	PC	Unrestricted Charitable Grant	1,500
CB Schmitt Charitable Fund Big Pine Key FL 33043	29967 Overseas Hwy n/a	PC	Unrestricted Charitable Grant	8,000
Christian Veterinary Mission Seattle WA 98133	19303 Fremont Ave N. n/a	PC	Unrestricted Charitable Grant	2,000
Conch Republic Foster Children's Fu Key West FL 33040	1304 Truman Ave. n/a	PC	Unrestricted Charitable Grant	1,500
ECHO, Inc. North Ft. Myers FL 33917	17391 Durrance Rd n/a	PC	Unrestricted Charitable Grant	6,000
FKOC Key West FL 33041	P.O. Box 4767 n/a	PC	Unrestricted Charitable Grant	3,000
Growing Hope Foundation Summerland Key FL 33042	P.O. Box 420924 n/a	PC	Unrestricted Charitable Grant	1,000
Growing Hope Foundation Summerland Key FL 33042	P.O. Box 420924 n/a	PC	Unrestricted Charitable Grant	2,000

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
Habitat for Humanity of KW and Lowe Key West FL 33045	n/a	P.O. Box 5873 PC	Unrestricted Charitable Grant	1,500
HopeLink Redmond WA 98073-3577	n/a	P.O. Box 3577 PC	Unrestricted Charitable Grant	8,000
Humane Society - Seattle Bellevue WA 98005	n/a	13212 Southeast Eastgate PC	Unrestricted Charitable Grant	2,750
Intrepid Fallen Heroes Fund New York NY 10036	n/a	One Intrepid Square PC	Unrestricted Charitable Grant	1,000
Key West Botanical Gardens Society Key West FL 33040	n/a	5210 College Rd. PC	Unrestricted Charitable Grant	1,200
Little Red Door Indianapolis IN 46202	n/a	1801 Meridian PC	Unrestricted Charitable Grant	1,000
Mary's Place Seattle WA 98111	n/a	P.O. Box 1711 PC	Unrestricted Charitable Grant	1,000
MdDS Balance Disorder Foundation Audubon PA 19403	n/a	22406 Shannondell Dr. PC	Unrestricted Charitable Grant	1,500
MIND Research Institute Irvine CA 92617	n/a	111 Academy Suite 100 PC	Unrestricted Charitable Grant	3,000
Mote Marine Laboratory, Inc. Sarasota FL 34236-9677	n/a	1600 Ken Thompson Pkwy PC	Unrestricted Charitable Grant	50,000
Mountaineers Seattle WA 98115	n/a	7700 Sandpoint Way PC	Unrestricted Charitable Grant	1,000
Mountaineers Seattle WA 98115	n/a	7700 Sandpoint Way PC	Unrestricted Charitable Grant	1,000
NAMI Eastside Redmond WA 98052	n/a	16315 NE 87th St., Suite PC	Unrestricted Charitable Grant	1,000
Nature Conservancy-FL Keys Big Pine Key FL 33043	n/a	127 Industrial Rd., Suite PC	Unrestricted Charitable Grant	20,000
Nature Conservancy-WA Seattle WA 98121	n/a	74 Wall Street PC	Unrestricted Charitable Grant	10,000
Nature Conservancy-WA Seattle WA 98121	n/a	74 Wall Street PC	Unrestricted Charitable Grant	8,000
New Beginnings Seattle WA 98175-0125	n/a	P.O. Box 75125 PC	Unrestricted Charitable Grant	2,500

Federal Statements

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
New Beginnings Seattle WA 98175-0125	n/a	P.O. Box 75125 PC	Unrestricted Charitable Grant	7,500
Northwest Harvest Seattle WA 98102-0272	n/a	P.O. Box 12272 PC	Unrestricted Charitable Grant	3,000
O.R.E.F. Rosemont IL 60018-4975	n/a	9400 W Higgins Rd. Ste 2 PC	Unrestricted Charitable Grant	5,500
Old Dog Haven Lake Stevens WA 98258-852	n/a	621 SR 9 NE, PMBA4 PC	Unrestricted Charitable Grant	500
Pathfinder International Watertown MA 02472-9926	n/a	9 Galen St. Suite 217 PC	Unrestricted Charitable Grant	3,000
PCC Farmland Trust Seattle WA 98101	n/a	1402 Third Avenue #709 PC	Unrestricted Charitable Grant	2,000
Plant With Purpose San Diego CA 92117	n/a	4747 Morena Blvd #100 PC	Unrestricted Charitable Grant	6,000
Pratt Fine Arts Center Seattle WA 98144-2206	n/a	1902 S. Main St. PC	Unrestricted Charitable Grant	1,000
Rose Hulman Institute of Technology Terre Haute IN 47803	n/a	5500 Wabash Ave PC	Unrestricted Charitable Grant	18,200
Rose Hulman Institute of Technology Terre Haute IN 47803	n/a	5500 Wabash Ave PC	Unrestricted Charitable Grant	483,080
Rose Hulman Institute of Technology Terre Haute IN 47803	n/a	5500 Wabash Ave PC	Unrestricted Charitable Grant	50,000
Ryther Seattle WA 98115	n/a	2400 NE 95th St. PC	Unrestricted Charitable Grant	2,000
Salvation Army FL Key West FL 33045-2130	n/a	P.O. Box 2130 PC	Unrestricted Charitable Grant	17,500
Salvation Army National Alexandria VA 22313	n/a	615 Slaters Lane PC	Unrestricted Charitable Grant	15,000
Salvation Army Seattle Seattle WA 98109	n/a	111 Queen Anne Ave N #30 PC	Unrestricted Charitable Grant	14,500
Samuel's House, Inc. Key West FL 33040	n/a	1614 Truesdell Ct. PC	Unrestricted Charitable Grant	2,500
Save Our Wild Salmon Seattle WA 98104	n/a	811 First Ave Suite 305 PC	Unrestricted Charitable Grant	2,750

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
St. Paul's Episcopal Church Key West FL 33040	n/a	401 Duval St. PC	Unrestricted Charitable Grant	4,000
Star of the Sea Foundation, Inc. Key West FL 33040	n/a	5640 Maloney Ave pc	Unrestricted Charitable Grant	5,000
Take Stock in Children Key West FL 33040	n/a	241 Trumbo Rd. PC	Unrestricted Charitable Grant	4,000
Tau Beta Pi Association Knoxville TN 37901-9910	n/a	P.O. Box 2697 PC	Unrestricted Charitable Grant	100
United Way of FL Keys Key West FL 33045	n/a	P.O. Box 2143 PC	Unrestricted Charitable Grant	5,000
USO Washington DC 20077-7677	n/a	P.O. Box 96860 PC	Unrestricted Charitable Grant	750
Wesley House Family Services Key West FL 33040	n/a	1304 Truman Ave. PC	Unrestricted Charitable Grant	2,000
Wesley House Family Services Key West FL 33040	n/a	1304 Truman Ave. PC	Unrestricted Charitable Grant	1,000
Wolf Education & Resource Center University Place WA 98466	n/a	69 Avenue W, Unit H PC	Unrestricted Charitable Grant	3,000
Women for Women International Washington DC 20036	n/a	2000 M St. NW, Ste 200 PC	Unrestricted Charitable Grant	4,000
Wounded Warrior Project Topeka KS 66675-8517	n/a	PO Box 758517 PC	Unrestricted Charitable Grant	1,000
Youth Care Orion House Seattle WA 98105-3142	n/a	2500 NE 54th St. Ste 100 PC	Unrestricted Charitable Grant	1,000
Total				858,330